

# Exhibit 3

**UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

INTERNATIONAL BUSINESS  
MACHINES CORPORATION,

Plaintiff,

v.

JEFF S. SMITH,

Defendants.

Civil Action No. 17-cv-05808-CS

**DECLARATION OF BERNARD GOLDEN**

Bernard Golden declares pursuant to 28 U.S.C. § 1746:

1. I am Bernard Golden. I make this declaration of my own personal knowledge and, if called as a witness, I could competently testify thereto.

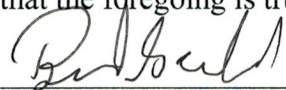
2. From 2010 to the present, I have provided consulting services (or received compensation) from the following entities:

- (a) Apigee, which was a client in 2011;
- (b) Bospar, which has been a client since 2016 and is currently;
- (c) BrightTalk, which has been a client since 2016 and is currently;
- (d) C-ISAM, which was a client in 2012;
- (e) Dummies Press, which has been a client since 2010 and is currently;
- (f) Google, which has been a client since 2017 and is currently;
- (g) HelloWallet, which was a client from 2010 to 2011;
- (h) IEEE, which has been a client since 2015 and is currently;
- (i) MSPTv, which was a client in 2010;
- (j) Navica, which is the consulting firm that currently employs me;

- (k) O'Reilly Media, which was a client from 2010 to 2015;
- (l) Sensato, which was a client in 2010;
- (m) Simplilearn, which has been a client since 2016 and is currently;
- (n) Unitek, which was a client in 2010;
- (o) UOL Host, which was a client in 2012; and,
- (p) Warburg Pincus, which has been a client since 2016 and is currently.

3. While Google is a current consulting client, if I was given access to IBM's alleged confidential information, I would under no circumstance disclose that information to Google. Further, while I have not seen any alleged IBM confidential information to date, the consulting work I am doing for Google most likely has little to no connection to that information.

I declare on August 9, 2017 under penalty of perjury that the foregoing is true and correct.

  
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Bernard Golden